

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., <u>et al.</u> ,	)	Case No. 01-01139 (JKF)
	)	
Debtors.	)	Jointly Administered
	)	
	)	<b>Objection Date: June 7, 2011</b>
	)	<b>Hearing Date: TBD</b>
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**NOTICE OF APPLICATION**

To: (1) The Debtors; (2) Office of the United States Trustee; (3) Counsel to the Official Committee of Unsecured Creditors; (4) Counsel to the Official Committee of Personal Injury Claimants; (5) Counsel to the Official Committee of Property Damage Claimants; (6) Counsel to the debtor-in-possession lenders (the "DIP" Lenders); (7) Counsel to the Official Committee of Equity Holders; and (8) All Parties in Interest.

**PLEASE TAKE NOTICE** that the **Thirty-Ninth Interim Quarterly Verified Application of Holme Roberts & Owen, LLP for Compensation and Reimbursement of Expenses for October 1, 2010 through December 31, 2010** (the "Application") was filed with the United States Bankruptcy Court for the District of Delaware (the "Court"). The Application seeks approval of fees in the amount of \$2,934.50 and reimbursement of expenses in the amount \$1,446.72.

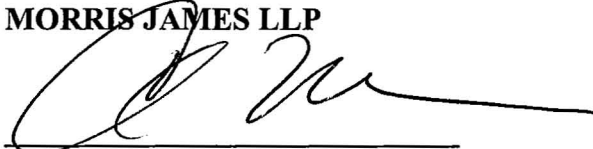
**PLEASE TAKE FURTHER NOTICE** that objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, and received by (i) Carl N. Kunz, III, Esquire, Morris James LLP, 500 Delaware Avenue, Suite 1500, P.O. Box 2306, Wilmington, Delaware 19899-2306, and Eric E. Johnson, Esquire, Holme Roberts & Owen, LLP, 1700 Lincoln Street, Suite 4100, Denver, Colorado 80203 (ii) the Debtors, (a) John Donley, Esquire,

Adam C. Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654, (b) Deanna D. Broll, Esquire, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, and (c) Laura Davis Jones, Esquire, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17<sup>th</sup> Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705; (iii) counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan, 180 Maiden Lane, New York, New York 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801; (iv) counsel for the Official Committee of Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 and Michael B. Joseph, Esquire, Ferry, Joseph & Pearce, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899; (v) counsel to the Official Committee of Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36<sup>th</sup> Floor, New York, New York 10022 and Marla Eskin, Esquire, Campbell & Levine, LLC, Chase Manhattan Centre, 1201 Market Street, Suite 1500, Wilmington, Delaware 19801; (vi) counsel to the DIP Lenders, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 and Neil B. Glassman, Esquire, Bayard, P.A., 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, Delaware 19899; (vii) the Office of the United States Trustee, Attn: David M. Klauder, Esquire, J. Caleb Boggs Federal Building, 844 N. King Street, Wilmington, Delaware 19801; (viii) counsel to the Official Committee of Equity Holders, Thomas M. Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, New York 10022 and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Suite 1200, Wilmington, Delaware 19899 **on or before June 7, 2011.**

IN THE EVENT OF A FILED OBJECTION, a hearing on the Application will be held on  
a date to be determined before this Honorable Court.

Dated: May 17, 2011

**MORRIS JAMES LLP**



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-and-

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